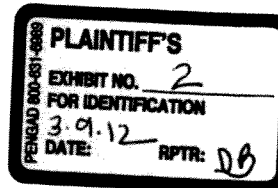




AboveNet



EMPLOYEE PERFORMANCE EVALUATION FORM - 2004

Employee: Doug Jendras
Reviewer: Bill LaPerch
Department: Customer Operations

Date: 1/31/05
Date of Review: 1/05
Review Period: 2004

1. In the space below, please evaluate Employee's performance (e.g. quality and quantity of work, speed, teamwork, communications, etc.) in 2004. In the alternative, you may complete page 2. In either case, please provide specific examples where possible.

Doug has effectively and efficiently managed the largest organization in our company. He is an exceptional leader who is results oriented, charismatic and focused on making our company successful.

Doug is very effective with his peers as well. Nearly every activity in the company requires his organization's involvement. Doug has the ability to work within the team so every issue does not get to the CEO level.

Doug is also a trusted advisor to the CEO when it comes to setting the strategic direction of the company.

2. In the space below, please provide goals for Employee for 2005, including any areas for development or improvement. Make sure to provide goals for Employee that will assist Company in meeting 2005 objectives.

Achieve a minimum 18.8 million dollars in EBITDA

This objective is our primary focus in 2005. Achieving these numbers will require a total company focus on smart revenue attainment, continuing to control our expenses and wise use of our limited capital budget. We will attain this objective by acting as a small and nimble company with a maniacal focus on customer satisfaction.

Achieve 2005 revenue plan for 187.8 million

Our Sales team has been configured with a good mix of experienced veterans and newly hired sales professionals. Our \$187.8M sales target will require a total team effort in support of Sales.

Key to our success in achieving this plan is continuous improvement of our pre-sales processes, our implementation procedures and our post-sale customer care.

We have also completed significant revisions to our sales compensation program to assure that meeting the company's objectives and what we are paying sales people for are in synch.

Aggressively manage capital and expense dollars through operating department initiatives designed to improve effectiveness and efficiency of the company.

Right now we have an expense budget of 168 million dollars and a capital budget of 18 million.

From a capital perspective, we have about 5 million for internal needs and 11 million for customer needs. We will evaluate additional spending opportunities on a case-by-case basis to look at what kind of profitability it drives for our company and make incremental capital spending decisions accordingly.

Expense is an area we might tend to take for granted given our vast experience in managing them over the last couple of years. We cannot afford to take this for granted even a little bit in 2004. Our save a buck or two mentality must be carried forward.

Complete various financial/audit requirements necessary for AboveNet to normalize our financial structure and regain listing on a national market.

This year the Finance team (with help from all operating areas, SOX compliance) will be challenged with many efforts that are above and beyond our normal business activities. Completing an internal SEC investigation and closing out 2001 through 2004 fiscal audits are important activities that must be completed while we are running our normal financial operation. This will be a strain on our human resources, as well as our expense budget. The goal here is to plan these activities in such a manner that we have achievable milestones and end dates. Our overall objective here is to get the Finance organization to a point where their main focus is to support current business activities.

Improve work environment by investing time and effort into assuring that we treat our employees as our most valuable asset.

As I have said many times, our company's most valuable and important asset is our people. In 2005 we need to develop opportunities that allow for our people to adapt and grow with the changing marketplace. Implicit in this effort is to insure that employees feel empowered to get their jobs done and are held accountable to the results. Empowerment and accountability are great corner stones to building an effective organization where all team members can contribute.

We will endeavor to leverage partner relationships, vendors and other experts to help us in this matter.

Be the premier provider metro network access.

Continue to build AboveNet brand awareness by introducing profitable new products and expanding our reach by entering into key strategic alliances that expand our metro network access reach. This is a cross functional effort that assures we are constantly evaluating new products, new markets and new partners. As we simplify and refine our message to the marketplace, we must remain aggressive in bringing forward new and profitable capabilities for our customers.

Develop and begin executing a master IT plan.

With our recent investment in a Vice President of IT to supplement the veteran team in place, I would like to use 2005 as a starting point for AboveNet to develop a credible IT master plan. This plan needs to be a entrepreneurial approach to solving the basic volume and accuracy challenges we face as a result of our increasingly complex business.

3. Employee Comments:

I appreciate Bill's comments and look forward to a successful 2005 by supporting his objectives.

William J. L. Perel

Supervisor

Douglas M. Jenkins

Employee

Vice President

AREAS FOR EVALUATION (This page is optional, but may be used in place of Section 1 on page 1)

- TECHNICAL SKILL/JOB KNOWLEDGE**– Has the employee exhibited the degree of technical skill/ knowledge that was expected? Consider how the employee has assimilated the job requirements, procedures and ways of work within the company.

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
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Comments: There were many new aspects of the job that Doug had to learn and he has accomplished that in an exemplary manner.

- COMMUNICATION SKILLS** – Consider employee's use of verbal and written communications. Is the general nature, tone, preciseness, type and frequency of communications at the level needed to properly perform all aspects of his/her job.

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
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2005

- **QUALITY**- Generally, has employee achieved the required quality of acceptable work on schedule?

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
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Comments: Doug exceeds my expectations in this area especially given his volume of responsibility he has. Occassionally he falls behind on e-mail responses to me.

QUANTITY/PRODUCTIVITY- Consider the employee's effectiveness in achieving the required volume of work on schedule.

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

Comments: Nobody has more work than Doug. Nobody accomplishes more than him.

- **PLANNING AND ORGANIZING WORK**- Does the employee organize and/or carry out work according to instructions and produce work on a timely, organized basis?

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

Comments: Good planning and organization are paramount to success in Operations. Doug provides a good example for his entire organization.

- **ATTENDANCE** - Consider the employee's attendance and punctuality record.

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
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Comments:

- **INTEGRATION INTO WORK UNIT**- Consider the fit of the employee to work environment and relations with co-workers, supervisors and others (external customers, vendors, etc.).

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

Comments: Doug is an essential member of every formal and informal team in the company. He understands the necessity of teamwork and practices it very well.

For Management or Supervisory Personnel Only – Please also rate the following 2 skillsets:

- **SUPERVISORY SKILLS** - Consider the employee's ability to manage human resources on his/her team.

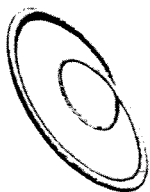
Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

Comments: Doug is recognized as an exceptional and charismatic leader.

- **TEAM BUILDING** - Consider the employee's effectiveness in maintaining positive morale and productivity in work team.

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
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Comments: Doug's organization is the most productive and has the best morale in our company. I attribute that to his leadership.



AboveNet

EMPLOYEE PERFORMANCE EVALUATION FORM

Employee: Doug Jendras
Reviewer: William G. LaPerch
Department: Customer Operations

Date:
Date of Review:
Review Period: 2003

1. Evaluate Employee's performance (e.g. quality and quantity of work, speed, teamwork, communications, etc.) in 2003. Provide specific examples where possible.

Doug is the most valuable friend and advisor I have in this company. His accomplishments are too numerous to list but we would not exist without his efforts.

2. Provide goals for Employee for 2004, including any areas for development or improvement. Provide goals for Employee to assist Company in meeting 2004 objectives.

Doug needs to help me save this company. Without him this task would not be possible. He needs to do this with the realization that we will not agree on every single point but in general have the same objectives.

3. Employee Comments:

I am very appreciative of the comments and understand the value of an advisor in providing strategic and tactical suggestions that are not always acted upon. I am more than willing to step up to the challenge of making AboveNet the operating model of the telecommunications industry.

William G. LaPerch
Supervisor

Doug M. Jendras
Employee

Vice President



AboveNet

EMPLOYEE PERFORMANCE EVALUATION FORM TIPS

Completing the Evaluation Form

Possible or Suggested Performance Criteria (Question 1):

- **Skills and Knowledge of Job**- Has the employee exhibited the degree of technical skill/knowledge that was expected? Consider how the employee has assimilated the job requirements, procedures and ways of work within the company.
- **Quality and Productivity of the Output** - Generally, has employee achieved the required quality of acceptable work on schedule? Consider the employees effectiveness in achieving the required volume of work on schedule.
- **Interpersonal/Customer Service Skills** - Consider employee's use of verbal & written communications & interpersonal skills. Is the general nature, tone, preciseness, type & frequency of communications at the level needed to properly perform all aspects of the job?
- **Team Work Ability**- Consider the fit of the employee to work environment and relations with co-workers intra- and interdepartmentally, subordinates, supervisors and others (external customers, vendors, etc.).
- **Supervisory/Management Skills (where applicable)** - Consider the employee's ability to manage human resources on his/her team and effectiveness in maintaining positive morale and productivity in work team.
- **Commitment to the Job** - Consider the employee's attendance and punctuality record, willingness to work the necessary hours to get their job done on a weekly basis

Please note, that not every piece of criteria listed above may be appropriate when reviewing certain employees however please try to remain consistent when reviewing a group of employees that hold the same job function. If the criteria pertains to one individual in the team then it should pertain to the rest of the team.

Legal Tips

- Be honest – reviews are key legal documents
- Be on time – reviews are key management documents
- Use objective facts, observations and examples to back up your conclusions and comments

- Evaluate the employee year (or review period), not just the most recent month
- Don't emphasize areas that aren't legitimate job requirements
- Don't bring up areas which have no bearing on the specific job performance – comments about age, gender, looks or other topics which have no relevance to the objective criteria performance criteria must not be written or verbalized during a review session.
- Avoid sarcasm, demeaning comments, inflammatory comments and incriminating statements
- Document with quality, not quantity
- **Don't overrate employees – you aren't helping the employee, yourself or the company**

Goal Setting (Question 2)

- Focus on specific results to be achieved rather than the general tasks, duties or expectations of the ongoing job
- NOT a restatement of job responsibilities, but significant “extras” – projects, upgrades, implementations, etc.
- **SMART:** Specific, measurable, attainable, realistic and timely (time-specific)
- Negotiate with the employee
- Limit to a few in number
- Synchronized with the organization, division or department objectives

4. The Review Meeting

- Schedule the meeting in advance and make sure you have enough time.
- Select a quiet, comfortable and appropriate location and ensure that you will be free from interruptions (i.e. turn off pagers, cell phones, Instant Messaging, etc.)
- Be prepared for the meeting – have all necessary paperwork & supporting documentation and know what you're going to say.
- Allow ample opportunities for employee input including allowing employee time to complete Question 3.

- Evaluate the entire year (or review period), not just the most recent month
- Don't emphasize areas that aren't legitimate job requirements
- Don't bring up areas which have no bearing on the specific job performance – comments about age, gender, looks or other topics which have no relevance to the objective criteria
- performance criteria must not be written or verbalized during a review session.
- Avoid sarcasm, demeaning comments, inflammatory comments and incriminating statements
- Document with quality, not quantity
- **Don't overrate employees – you aren't helping the employee, yourself or the company**

Goal Setting (Question 2)

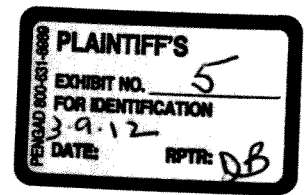
- Focus on specific results to be achieved rather than the general tasks, duties or expectations of the ongoing job
- NOT a restatement of job responsibilities, but significant “extras” – projects, upgrades, implementations, etc.
- **SMART:** Specific, measurable, attainable, realistic and timely (time-specific)
- Negotiate with the employee
- Limit to a few in number
- Synchronized with the organization, division or department objectives

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- Schedule the meeting in advance and make sure you have enough time.
- Select a quiet, comfortable and appropriate location and ensure that you will be free from interruptions (i.e. turn off pagers, cell phones, Instant Messaging, etc.)
- Be prepared for the meeting – have all necessary paperwork & supporting documentation and know what you're going to say.
- Allow ample opportunities for employee input including allowing employee time to complete Question 3.



AboveNet



EMPLOYEE PERFORMANCE EVALUATION FORM - 2005

Employee: Doug Jendras

Date: _____

Reviewer: Bill LaPerch

Date of Review: _____

Department: Operations

Review Period: 2005

1. In the space below, please evaluate Employee's performance (e.g. quality and quantity of work, speed, teamwork, communications, etc.) in 2005. In addition or in the alternative, you may complete page 2. In either case, please provide specific examples to support your findings where possible.

Doug had an excellent year in 2005. He took on significantly more responsibility and consequently had a much larger impact upon the success of our company. His leadership style is effective and creates both loyalty and effectiveness within the organization. Doug has been presented with a significant challenge in terms of getting the Operations organization operating at a level of customer satisfaction that simply doesn't exist today. The challenge is to achieve that by adding resources upon our sales success. He did that in an effective manner in 2005 and needs to continue that in 2006.

Doug's technical competence is in a state of continuous improvement. In 2005 his ability to understand and deal with technically related issues increased significantly. I expect this trend to continue in 2006.

In summary, Doug was an essential part of our success in 2005. His ability to grow and learn, along with his great leadership was very evident.

Achieve a minimum 18.8 million dollars in EBITDA

Doug's team was instrumental in executing our product orders in such a manner that allowed us to achieve this objective. He had record months in '05 in terms of orders installed and dollar value installed. Additionally, Doug manages all of the field deployed operations and operations support functions. Effective management of these functions helped us greatly.

Achieve 2005 revenue plan for 188.8 million

See Above

Aggressively manage capital and expense dollars through operating department initiatives designed to improve effectiveness and efficiency of the company.

Doug's budget for 2005 was 89,957. His actual spend was 92,279. Much of this overage was necessary to support the increased (over plan) revenue as well as the increasing complexity of the networks we sell. He was also affected by a significant increase in the price of oil/electricity.

D-00088

structure and regain listing on national market.

Doug and his team played a key role in getting better controls around our inventory and fixed assets. This was a critical part of the audit process.

Improve work environment by investing time and effort into assuring that we treat our employees as our most valuable asset.

- Created an awards program for Operations consisting of a quarterly Ace award and semi-annual Achiever award.
- Invested in over 2,000 hours of Nortel training
- Created the Operations newsletter to communicate the most pertinent corporate information to all Ops employees.
- Visited every Ops location in 2005 with the exception of Houston to share corporate appreciation of efforts.
- Completed all performance reviews and ensured that merit increases and bonuses were awarded based on performance.
- Held two management meetings to share direction and listen to input for improvement.

Be the premier provider of metro network access.

Doug's field Operations team is the heart and soul of our company. His ability to execute crisply and maintain a high level of customer satisfaction is critical to our success. We are constantly improving in this area.

2. In the space below, please provide specific and measurable goals for the Employee for 2006, including any specific and relevant areas for development or improvement. Make sure to provide goals for Employee that are in support of the Company's 2006 objectives. Please visit the homepage of goAbove for a review of the AboveNet 2006 Objectives.

Achieve a minimum 30 million dollars in EBITDA

- Aggressively manage WIP to exceed 85% of forecasted monthly installs.
- Realize savings of approximately \$100K/quarter by insourcing splice & testing.
- Regularly monitor relocation projects in order to identify and mitigate any material adverse changes.

Operate a company where internal controls and processes ensure absolute certainty of our financial reporting information.

- Ensure timeliness of revenue recognition by implementing submission guidelines for install notification forms in 1Q 2006.
- Identify install notification guidelines for partial billing solutions with input from Billing and Legal by 3/1/06.
- In-source material storage and control in New York market by leasing warehouse in northern NJ – estimated implementation by 4/1/06.
- Facilitate accurate tracking and reporting of all bar coded assets and submit to semi-annual internal audits.
- Document standards for AC/DC power and HVAC in 1Q 2006.

Achieve 2006 revenue plan for 211.6 million

- Assist Sales by cultivating operational relationships with existing and future customers.
- Broaden our network reach, and thus potential sales opportunities, by increasing 3rd party network access points to 1,500.
- Solve building access/ROW issues in support of customer project implementation.
- Aid Sales through active participation in customer pre-sales meetings.

carrier hotel/data center networks in New York, Washington, DC and San Francisco.
Meet the deployment schedule as announced.

Improve work environment by investing time and effort into assuring that we treat our employees as our most valuable asset.

- Provide regular communication designed to keep all members of Operations well informed of current events: monthly Operations Newsletter, quarterly all hands calls
- Continue employee recognition programs: Achiever and Ace awards
- Provide Acterna test equipment training for all markets receiving the 8000s and 2802s in 1Q 2006.
- Provide 500 + hours of vendor WDM training.
- Complete 100% of all HR sponsored employee training.
- Draft and release written safety program in 1Q 2006.

Complete various financial/audit requirements necessary for AboveNet to normalize our financial structure and regain listing on a national market.

- Complete all inventory and fixed asset counts in 1Q 2006.

Be the premier provider of metro network access

- Continue to prepare Phoenix market for incremental business.
- Support/conduct business case studies using the Phoenix market template in Denver and Miami in 1Q 2006
- Enhance AboveNet's geographic reach via 3rd party agreements.
- Infrastructure improvements:
 - Power - coordinate overhaul of Hitec (SJ-2) and Piller (VA-2) units in 1Q 2006.
 - DC battery plant replacement project throughout 2006.
 - Determine POP site alarm solution in 1Q 2006.

Aggressively manage capital and expense dollars through operating department initiatives designed to improve effectiveness and efficiency of the company.

- Generate cost-effective property solutions consistent with commercial property objectives of company.
- Deliver additional 3rd party agreements offering sales opportunities that require fewer capital dollars.
- Undertake preventive maintenance activities to minimize emergency related expenses.
- Generate savings by utilizing tiger team system installers in New York and San Francisco to in-source WDM installations for a combined savings of \$50K/quarter.
- Explore opportunities to lower utility costs via load curtailment reward programs

Continue to execute master IT plan

- Continued partnering with IT in the development of tools essential for managing the business and fostering greater internal controls (e.g. order management, network management etc)
- Migrate Site Asset Manager to a more robust database platform (GE Smallworld)
- ROW/franchise fee database implementation.

CEO Tactical Objective

- 1) In 1H06, I would like Doug to attend a Commmmunispond course on Presentation Skills. This course will help Doug deliver his message even more effectively.
- 2) I would like Doug to visit one customer per month in '06

3. Employee Comments:

I appreciate Bill's comments and look forward to a challenging but successful 2006.

William H. Perch
Supervisor

Douglas M. Jenkins
Employee

Vice President

AREAS FOR EVALUATION

(This page is optional, but may be used in addition to OR place of Section 1 on page 1)

- **TECHNICAL SKILL/JOB KNOWLEDGE**— Has the employee exhibited the degree of technical skill/ knowledge that was expected? Consider how the employee has assimilated the job requirements, procedures and ways of work within the company.

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

Comments: *Doug spends significant time and effort expanding his knowledge base. Given the wide ranging responsibility that Doug has, this is a significant task.*

- **COMMUNICATION SKILLS** — Consider employee's use of verbal and written communications. Is the general nature, tone, preciseness, type and frequency of communications at the level needed to properly perform all aspects of his/her job.

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

Comments: *Doug realizes the importance of good communications in and between organizations. He is very proactive in making sure that all methods of good communication are used.*

- **QUALITY**— Generally, has employee achieved the required quality of acceptable work on schedule?

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

Comments: *Doug's work is always of the highest quality*

QUANTITY/PRODUCTIVITY— Consider the employee's effectiveness in achieving the required volume of work on schedule.

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

Comments: *Doug has a tremendous quantity of work to deal with. Occasionally he falls behind on e-mail but is able to prioritize correctly and get the important stuff done.*

- **PLANNING AND ORGANIZING WORK**— Does the employee organize and/or carry out work according to instructions and produce work on a timely, organized basis?

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

Comments: *Doug understands the importance of good planning and manages his organization accordingly.*

- **ATTENDANCE** — Consider the employee's attendance and punctuality record.

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input checked="" type="checkbox"/>	Exceeds Expectation <input type="checkbox"/>
---	--	---	--

- **INTEGRATION INTO WORK UNIT** - Consider the fit of the employee to work environment and relations with co-workers, supervisors and others (external customers, vendors, etc.).

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

Comments: *Doug is a recognized leader, not only in Operations, but in the entire company.*

For Management or Supervisory Personnel Only – Please also rate the following 2 skillsets:

- **SUPERVISORY SKILLS** - Consider the employee's ability to manage human resources on his/her team.

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

Comments: *Doug's organization never really got to the required level of staffing yet through his leadership the organization still prospered.*

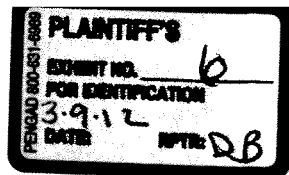
- **TEAM BUILDING** - Consider the employee's effectiveness in maintaining positive morale and productivity in work team.

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
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Comments: *Doug understands all aspects of team building and spends considerable time and effort insuring morale and productivity are high.*



AboveNet



EMPLOYEE PERFORMANCE EVALUATION FORM - 2006

Employee: Doug Jendras

Date of Hire: _____

Job Title: SVP Operations

Department: Operations

Reviewer: Bill LaPerch

Review Period: 2006

1. In the space below, please evaluate Employee's performance (e.g. quality and quantity of work, speed, teamwork, communications, integrity, compliance with internal controls, etc.) in 2006. In addition or in the alternative, you may complete page 2. In either case, please provide specific examples to support your findings where possible. If you do not complete page 2 please make sure to cover each of the Areas of Evaluation in your narrative below.

Achieve a minimum 30 million dollars in EBITDA

- Aggressively manage WIP to exceed 85% of forecasted monthly installs. **Delivered 93% (\$4.1M out of \$4.4M monthly forecast) during 2006**
- Realize savings of approximately \$100K/quarter by insourcing splice & testing. **Saved over \$700K for the year**
- Regularly monitor relocation projects in order to identify and mitigate any material adverse changes. **Failed this one with unforeseen CSX relo.**

Operate a company where internal controls and processes ensure absolute certainty of our financial reporting information.

- Ensure timeliness of revenue recognition by implementing submission guidelines for install notification forms in 1Q 2006. **Completed 2/06**
- Identify install notification guidelines for partial billing solutions with input from Billing and Legal by 3/1/06. **Completed 2/06**
- In-source material storage and control in New York market by leasing warehouse in northern NJ – estimated implementation by 4/1/06. **Signed Linden lease in December, transfer of inventory will be completed by end of 1Q07.**
- Facilitate accurate tracking and reporting of all bar coded assets and submit to semi-annual internal audits. **Completed**
- Document standards for AC/DC power and HVAC in 1Q 2006. **Did not complete. Re-prioritized due to Project Focus**

Achieve 2006 revenue plan for 211.6 million

- Assist Sales by cultivating operational relationships with existing and future customers. **Continuous but met**
- Broaden our network reach, and thus potential sales opportunities, by increasing 3rd party network access points to 1,500. **Added 2,800+ locations**
- Solve building access/ROW issues in support of customer project implementation. **Continuous but met**
- Aid Sales through active participation in customer pre-sales meetings. **Continuous but met**
- Support initial and on-going deployment of WDM systems used as the backbone by carrier hotel/data center networks in New York, Washington, DC and San Francisco. Meet the deployment schedule as announced. **Met the deployment schedule of initial plan as re-established for NY. DC and SF were met on time.**

Improve work environment by investing time and effort into assuring that we treat our employees as our most valuable asset.

- Provide regular communication designed to keep all members of Operations well informed of current events: monthly Operations Newsletter, quarterly all hands calls **Completed through newsletter**

D-00075

- Continue employee recognition programs: Achiever and Ace awards **Completed**
- Provide Acterna test equipment training for all markets receiving the 8000s and 2802s in 1Q 2006. **Completed**
- Provide 500 + hours of vendor WDM training. **Completed over 5,000 hours of vendor and HR training (including over 500 hours of WDM)**
- Complete 100% of all HR sponsored employee training. **Completed**
- Draft and release written safety program in 1Q 2006. **Completed within the HR training**

Complete various financial/audit requirements necessary for AboveNet to normalize our financial structure and regain listing on a national market.

- Complete all inventory and fixed asset counts in 1Q 2006. **Completed**

Be the premier provider of metro network access

- Continue to prepare Phoenix market for incremental business. **Continuous but met**
- Support/conduct business case studies using the Phoenix market template in Denver and Miami in 1Q 2006 **Completed**
- Enhance AboveNet's geographic reach via 3rd party agreements. **Completed via sales deals. Very little non-deal effort took place in 2006**
- Infrastructure improvements:
 - Power - coordinate overhaul of Hitec (SJ-2) and Piller (VA-2) units in 1Q 2006. **Re-prioritized due to Project Focus**
 - DC battery plant replacement project throughout 2006. **Completed Phase 1 of the program as planned**
 - Determine POP site alarm solution in 1Q 2006. **Re-prioritized due to Project Focus**

Aggressively manage capital and expense dollars through operating department initiatives designed to improve effectiveness and efficiency of the company.

- Generate cost-effective property solutions consistent with commercial property objectives of company. **Re-prioritized due to Project Focus**
- Deliver additional 3rd party agreements offering sales opportunities that require fewer capital dollars. **Added 2800+ buildings to our third party portfolio**
- Undertake preventive maintenance activities to minimize emergency related expenses. **Continuous but met for 2006 budget**
- Generate savings by utilizing tiger team system installers in New York and San Francisco to in-source WDM installations for a combined savings of \$50K/quarter. **Completed. Saved over \$300K in WDM installations including DCxchange implementation**
- Explore opportunities to lower utility costs via load curtailment reward programs. **Re-prioritized due to Project Focus**

Continue to execute master IT plan

- Continued partnering with IT in the development of tools essential for managing the business and fostering greater internal controls (e.g. order management, network management etc) **Resulted in the recommendation to purchase SAP**
- Migrate Site Asset Manager to a more robust database platform (GE Smallworld) **Did not happen**
- ROW/franchise fee database implementation. **¾ complete due to document volume...project will be completed by end of 1Q07**

CEO Tactical Objective

- 1) In 1H06, I would like Doug to attend a Communispond course on Presentation Skills. This course will help Doug deliver his message even more effectively.
I did not attend a course.
- 2) I would like Doug to visit one customer per month in '06
Customer visits in 2006: Ascent Media, Sirius, JPM Chase, IBM, Bear Stearns, Broadwing, Yipes, Goldman Sachs, Qwest, Confluent, Barnes and Noble.com, HSBC, Tell Me Networks

2. In the space below, please provide specific, measurable, realistic, and to extent possible time based, goals for the Employee for 2007, including any specific and relevant areas for development or improvement.
Make sure to provide goals for Employee that are in support of the Company's 2007 objectives, which you

should review with the employee. Please visit the homepage of goAbove for a review of the AboveNet 2007

Objectives.

Operate a company where internal controls and processes insure absolute certainty of our financial reporting information.

For the past three years the company has worked diligently on improving process and controls, documenting our workflows and testing our results. In 2006 we successfully assessed our company's internal controls. In 2007 we will operate a company that is dedicated to insuring the 100% accuracy of our reporting and continuously looking to improve the efficiency of our operation. This includes remediation of any material weakness that is found during our internal and external testing

- Participate in and pass all inventory and fixed asset cycle counts and audits
- Participate in monthly review of order challenges for revenue recognition and address all operational shortcomings

Achieve a minimum 44.3 million dollars in EBITDA

This objective is our primary financial performance focus in 2007. Achieving these numbers will require a total company focus on smart revenue attainment, continuing to control our expenses and wise use of our capital budget. We will attain this objective by continuing our laser focus on being the premier provider of metro connectivity solutions.

- Aggressively manage WIP and decrease install intervals
- Save \$1.2M by taking advantage of in-source opportunities
- Track all capital labor to ensure proper accounting

Achieve 2006 revenue plan for 208.6 million

Our \$208.6M sales target will require a total team effort in support of Sales. We must have a corporate culture that breeds a maniacal passion for customer satisfaction.

Part of this passion will be our ability to crisply implement our orders so as to turn bookings into revenue. This will create favorable first impression with our new customers that will lead to increased and repeat business. We will also maintain a watchful eye on our churn with the understanding that renewing and up selling customers is a very margin rich opportunity for us.

- Install 20% of monthly WIP to achieve over \$4M MRR installs for the year
- Solve building access/ROW issues in support of customer project implementation.
- Aid Sales through active participation in customer pre-sales meetings

Aggressively manage capital and expense dollars through operating department initiatives designed to improve effectiveness and efficiency of the company.

Right now we have an expense budget of 164.3 million dollars and a capital budget of 70.3 million.

From a capital perspective, we have about 40 million for internal needs and 30 million for customer needs. The 40 million in internal needs represents key mission critical investments that are required for us to grow. Upgrading our IP router network, adding capacity to our long haul network and implementing SAP are all part of this aggressive organic plan. We will evaluate additional spending opportunities on a case-by-case basis to look at what kind of profitability it drives for our company and make incremental capital spending decisions accordingly.

Expense is an area we might tend to take for granted given our vast experience in managing this over the last couple of years. We cannot afford to take this for granted even a little bit in 2007. Expense efficiencies are just as important as revenue when it comes to EBITDA generation.

- Manage opex and capex expenses within approved budget
- Initiate POP and real estate lease renewal plan to limit increased spending
- Complete Phase 2 of the battery replacement program
- Undertake preventive maintenance activities to minimize emergency related expenses

structure and regain listing on a national market.

The requirements here are very straightforward. By the end of January the Finance team, with help from all core functional areas, will complete our 2003-2005 audits to the point where we can issue an 8K. By mid-March the Finance team will issue a 2006 10K that is timely and accurate. This will normalize our company from a compliance perspective. We will then issue future financial reports in a timely manner. After that, the Finance teams focus will turn to managing our business with a great deal of focus on implementing SAP, producing useful financial metrics and analysis.

- Support as required

Improve work environment by investing time and effort into assuring that we treat our employees as our most valuable asset.

Our company's most valuable and important asset is our people. In 2007 we need to develop opportunities that allow for our people to adapt and grow with the changing marketplace. Implicit in this effort is to insure that employees feel empowered to get their jobs done and are held accountable to the results. Empowerment and accountability are great corner stones to building an effective organization where all team members can contribute.

- Provide regular communication designed to keep all members of Operations well informed of current events
- Continue employee recognition programs: Achiever and Ace awards
- Maximize equipment vendor training and develop CPE training program at NMC lab

Be the premier provider of metro network access.

Continue to build AboveNet brand awareness by introducing profitable new products and expanding our reach. This is a cross functional effort that assures we are constantly evaluating new products, new markets and new partners. As we simplify and refine our message to the marketplace, we must remain aggressive in bringing forward new and profitable capabilities for our customers.

- Introduce a formal Type 2 program
 - Rollout models for in-market and long haul circuit connectivity
 - Continuous improvement of rates based on usage
- Implement next generation fault and service platform at NMC
- Improve contract SLA terms for all third party providers
- Support all product or network expansion projects

Continue to execute master IT plan.

In 2007 this will include successfully implementing SAP as our core ERP system. This is a company wide effort that will require participation by functions at all levels. Project team and steering committee members will provide the leadership in this important effort.

- Actively participate in and support SAP implementation

CEO Objectives

- Attend a course on public speaking in 1H07
- Visit one customer a month on a proactive basis and provide trip report to CEO at the end of every month.

3. Employee Comments:

--

Employee Name _____

Reviewer: _____

AREAS FOR EVALUATION

(This page is optional, but may be used in addition to OR in place of Section 1 on page 1)

- **ETHICS AND INTEGRITY**– Has the employee exhibited the highest degree of ethics and integrity that was required and expected?

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

Comments:

- **COMPLIANCE WITH INTERNAL CONTROLS**– Consider employee's compliance with internal control processes.

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input checked="" type="checkbox"/>	Exceeds Expectation <input type="checkbox"/>
---	--	---	--

Comments:

- **TECHNICAL SKILL/JOB KNOWLEDGE**– Has the employee exhibited the degree of technical skill/ knowledge that was expected?
Consider how the employee has assimilated the job requirements, procedures and ways of work within the company.

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
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Comments:

- **COMMUNICATION SKILLS** – Consider employee's use of verbal and written communications. Is the general nature, tone, preciseness, type and frequency of communications at the level needed to properly perform all aspects of his/her job.

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

Comments:

- **QUALITY**- Generally, has employee achieved the required quality of acceptable work on schedule?

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

Comments:

- **QUANTITY/PRODUCTIVITY**- Consider the employee's effectiveness in achieving the required volume of work on schedule.

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

Comments:

- **PLANNING AND ORGANIZING WORK**- Does the employee organize and/or carry out work according to instructions and produce work on a timely, organized basis?

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input checked="" type="checkbox"/>	Exceeds Expectation <input type="checkbox"/>
---	--	---	--

Comments:

- **ATTENDANCE** - Consider the employee's attendance and punctuality record.

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

Comments:

- **INTEGRATION INTO WORK UNIT**- Consider the fit of the employee to work environment and relations with co-workers, supervisors and others (external customers, vendors, etc.).

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

For Management. Supervisory Personnel Only – Please also rate the following 2 skillsets:

- SUPERVISORY SKILLS** - Consider the employee's ability to manage human resources on his/her team.

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

Comments:

- TEAM BUILDING** - Consider employee's effectiveness in maintaining positive morale and productivity in work team.

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input checked="" type="checkbox"/>	Exceeds Expectation <input type="checkbox"/>
---	--	---	--

Comments:

Employee Name _____

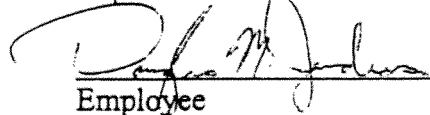
Reviewer: William H. Perel

Management Reviewer SOX Questionnaire

	Y	N	N/A
1. If hired in 2006, was employee made aware of his/her responsibilities and management's expectations of them in either a formal or informal communication process?			✓
2. Are you satisfied that this employee appears to have the requisite knowledge and skills for their job functions as outlined in the job description?	✓		
A. Was an IPPA completed? If not, please attach documentation of the above communication.	✓		
3. Are 2007 objectives specific, measurable, achievable, realistic and time based?	✓		
4. Have you reviewed 2007 Corporate Objectives as a part of this review process?	✓		
A. Do you believe the employee understands the relationship between his/her objectives and those of the organization?	✓		
5. Have you discussed the Company's position on anti-fraudulent activity and mentioned the Fraud Hotline as part of this review process?	✓		
6. Do you believe this employee understands what behavior is acceptable or unacceptable under the Company Code of Conduct, and knows what to do if they encounter improper behavior?	✓		

Supervisor/Reviewer

Date



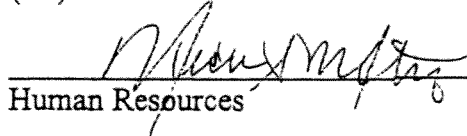
5/16/07

Employee

Date

(Sr.) Vice President

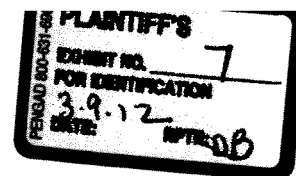
Date



2/25/07

Human Resources

Date



AboveNet

EMPLOYEE PERFORMANCE EVALUATION FORM - 2007

Employee: Doug Jendras Date of Hire: 1/00

Job Title: SVP Operations Department: Operations

Reviewer: Bill LaPerch Review Period: 2007

1. In the space below, please evaluate Employee's performance (e.g. quality and quantity of work, speed, teamwork, communications, integrity, compliance with internal controls, etc.) in 2007. In addition or in the alternative, you may complete page 2. In either case, please provide specific examples to support your findings where possible. If you do not complete page 2 please make sure to cover each of the Areas of Evaluation in your narrative below.

- Completed over 850 customer projects
- Mega-project completions for UBS, Archon, Paradigm, ESPN, Philadelphia Stock Exchange, SIG, Vanguard, Bloomberg and HHMI
- Optical network management exceeded 1,000 nodes (1,167)
- Enabled \$80M in contract revenue through 100+ third party infrastructure and type 2 circuit orders
- Completed San Carlos Telecom network acquisition
- Successful launch of National Program Management team
- Upgraded IP network to T-640s in Amsterdam, Chicago, Dallas, Houston, Los Angeles, New York and Washington DC
- Secured new partnerships with eighteen new third party fiber providers
- Successfully re-homed NMC and IT network servers from former Data Centers to diverse locations in Washington DC and Fort Worth.
- Completed NY market test of Microsoft's Enterprise Project Management software with nationwide rollout planned for 1Q08

Operate a company where internal controls and processes insure absolute certainty of our financial reporting information.

- Participate in and pass all inventory and fixed asset cycle counts and audits. **Completed.**
- Participate in monthly review of order challenges for revenue recognition and address all operational shortcomings. **Completed.**

Achieve a minimum 53.6 million dollars in EBITDA

- Aggressively manage WIP and decrease install intervals. This objective should have been to measure install intervals which we did by the end of the first quarter. While install intervals have not decreased, they have remained steady at less than 90 days for all orders, less than 60 days for orders without customer holds and less than 40 days for on-time clean orders.

D-00066

installs and splice and test to all markets in 2007 but do not have a reliable tracking mechanism for savings. We still out-pace in NY and on larger and more complex projects and feel confident that we exceeded this objective.

- Track all capital labor to ensure proper accounting. **Completed.**

Achieve 2007 revenue plan for 208.6 million

- Install 20% of monthly WIP to achieve over \$4M MRR installs for the year. **Delivered \$4.65M in MRR installs and over 100% of the monthly forecasted WIP.**
- Solve building access/ROW issues in support of customer project implementation. **Continuous but met.**
- Aid Sales through active participation in customer pre-sales meetings. **Continuous but met.**

Aggressively manage capital and expense dollars through operating department initiatives designed to improve effectiveness and efficiency of the company.

- Manage opex and capex expenses within approved budget. **Completed.**
- Initiate POP and real estate lease renewal plan to limit increased spending. **Continuous but met. Developed and implementing 120 location lease renewal strategy.**
- Complete Phase 2 of the battery replacement program. **Completed.**
- Undertake preventive maintenance activities to minimize emergency related expenses. **We do not have a reliable expense tracking mechanism to show success in minimizing emergency expenses. We have entered into national contracts to perform generator and power maintenance but are still rolling out the plan. This objective will continue in 2008 to provide more visibility to POP PMs and expense management.**

Complete various financial/audit requirements necessary for AboveNet to normalize our financial structure and regain listing on a national market.

- Support as required. **Completed.**

Improve work environment by investing time and effort into assuring that we treat our employees as our most valuable asset.

- Provide regular communication designed to keep all members of Operations well informed of current events. **Completed.**
- Continue employee recognition programs: Achiever and Ace awards. **Completed and successful.**
- Maximize equipment vendor training and develop CPE training program at NMC lab. **Incomplete. Workload and turnover played a huge role in limiting the implementation of the NMC lab and the development of training programs. We did complete over 2500 hours of technical training on equipment.**

Be the premier provider of metro network access.

- Introduce a formal Type 2 program
 - Rollout models for in-market and long haul circuit connectivity. **Completed in-market model in 1Q07 and long haul model in 2Q07.**
 - Continuous improvement of rates based on usage. **We continue to drive down rates but it is due to negotiation and not usage.**

- Improve contract SLA terms for all third party providers. **Continuous but met on most third party providers with negotiated price order addendum.**
- Support all product or network expansion projects. **Complete.**

Continue to execute master IT plan.

- Actively participate in and support SAP implementation. **Postponed.**

2. In the space below, please provide specific, measurable, realistic, and to extent possible time based, goals for the Employee for 2008, including any specific and relevant areas for development or improvement. Make sure to provide goals for Employee that are in support of the Company's 2008 objectives, which you should review with the employee. Please visit the homepage of goAbove for a review of the AboveNet 2008 Objectives.

Achieve a minimum 81 million dollars in EBITDA

- Track and deliver over \$1.5M in cost savings by in sourcing installation of WDM equipment and splicing and testing customer networks.
- Track and deliver over \$1M in negotiated cost savings on third party infrastructure and type 2 circuit orders in support of customer revenue.
- Complete remaining New Jersey municipality resolutions in order to provide telecommunication services.

Achieve 2008 revenue plan for 256.6 million

- Achieve install plan of \$5.1M MRR.
- Improve overall on time performance to exceed 80%.
- Track and drive 90% on time performance from third party infrastructure and type 2 circuit providers.

Aggressively manage capital and expense dollars through operating department initiatives designed to improve effectiveness and efficiency of the company.

- Manage operating and capital expenses within approved budget.
- Complete Phase III of the Manhattan Diversity Plan
- Build NMC National Training Center and Test Lab
- Execute on Real Estate portfolio renewal strategies

Complete various financial/audit requirements necessary for AboveNet to normalize our financial structure and regain listing on a national market.

- Support as required.

Operate a company where internal controls and processes insure absolute certainty of our financial reporting information.

- Participate in and pass all inventory and fixed asset cycle counts and audits.
- Participate in monthly revenue recognition meetings and address all operational shortcomings.

Improve work environment by investing time and effort into assuring that we treat our employees as our most valuable asset.

- Provide regular communication designed to keep all of Operations well informed of current events.
- Continue employee recognition program (Ace Award).
- Exceed 2,500 hours of technical training

Be the premier provider of metro network access.

- Implement Toronto market plan
- Implement next generation fault and service platforms
- Deploy VPN products.
- Secure nationwide "remote hands" capability to support VPN product.
- Execute Infrastructure plans for battery replacement, hut roof stability and enterprise security plan

Continue to execute master IT plan.

- Direct Remedy upgrades to improve usability and automate escalations.
- Successfully deploy Microsoft Enterprise Project Management nationally.
- Support the implementation of SAP.

3. Employee Comments:

Employee Name/Initials

DJ

Reviewer Name/Initials:

WJY

AREAS FOR EVALUATION

(This page is optional, but may be used in addition to OR in place of Section 1 on page 1)

- **ETHICS AND INTEGRITY**— Has the employee exhibited the highest degree of ethics and integrity that was required and expected?

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

Comments:

- **COMPLIANCE WITH INTERNAL CONTROLS**— Consider employee's compliance with internal control processes.

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

Comments:

D-00069

Performance Evaluation SOX Questionnaire

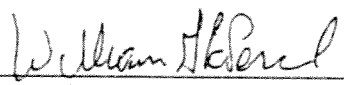
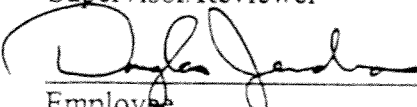
Instructions: Please answer all questions below by putting an "X" in one box for each question. "Y" for 'Yes'; "N" for 'No'; and "N/A" for 'Not applicable'. Please provide comments below to explain any questions where an "X" was placed in the 'No' box. Please make sure that all required signatures are on this page *prior to* submission to the HR department in White Plains.

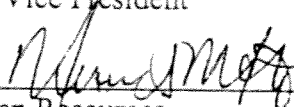
	Y	N	N/A
1. If hired in 2007 was employee made aware of his/her responsibilities and management's expectations of them in either a formal or informal communication process? (Response should be N/A if hired prior to 2007.)			X
A. Was an IPPA completed? If not, please attach documentation of the above communication. (Response should be N/A if hired prior to 2007.)			X

2. Are you satisfied that this employee appears to have the requisite knowledge and skills for their job functions as outlined in their current job description?	X	
3. Are the specific 2008 objectives set for this employee Specific, Measurable, Achievable, Realistic and Time-based (SMART)?	X	
4. Have you reviewed 2008 Corporate Objectives* as a part of this review process?	X	
A. Do you believe the employee understands the relationship between his/her objectives and those of the organization?	X	
5. Have you discussed the Company's position on anti-fraudulent activity and mentioned the Fraud Hotline** as part of this review process?	X	
6. Do you believe this employee understands what behavior is acceptable or unacceptable under the Company Code of Conduct***, and knows what to do if they encounter improper behavior?	X	

Comments must be provided below for any question with a 'No' answer. Add Rows to the table below if necessary.

Question #	Explanation

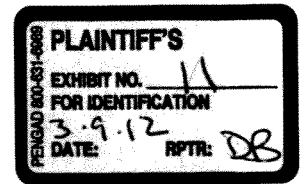

 Supervisor/Reviewer _____ Date _____

 Employee _____ Date _____

(Sr.) Vice President _____ Date _____
 7/21/08
 Human Resources _____ Date _____

* The 2008 Corporate Objectives will be posted on the home page of goAbove shortly following the New Year.

** The Fraud Hotline access information is located on the home page of goAbove.

*** The Code of Conduct document can be found in the HR Zone of goAbove, in Company Documents in Ceridian Self Service, as well as within the Employee Handbook which can also be found in the above listed locations.



AboveNet:

EMPLOYEE PERFORMANCE EVALUATION FORM - 2008

Employee: Doug Jendras Date of Hire: 1/2000
Job Title: Sr. Vice President Department: Operations
Reviewer: Bill LaPerch Review Period: 2008

1. In the space below, please evaluate Employee's performance (e.g. quality and quantity of work, speed, teamwork, communications, integrity, compliance with internal controls, etc.) in **2008**. In addition or in the alternative, you may complete page 2. In either case, please provide specific examples to support your findings where possible. If you do not complete page 2 please make sure to cover each of the Areas of Evaluation in your narrative below.

Achieve a minimum 81 million dollars in EBITDA

- Track and deliver over \$1.5M in cost savings by in sourcing installation of WDM equipment and splicing and testing customer networks.
 - OBJECTIVE ACCOMPLISHED. THE FIVE FIELD OPS REGIONS TOTALED \$1.533M IN SAVINGS.
 - WESTERN - \$450K, CENTRAL - \$415K, NORTHEAST - \$300K, MID-ATLANTIC - \$225K, SOUTHEAST - \$143K
- Track and deliver over \$1M in negotiated cost savings on third party infrastructure and type 2 circuit orders in support of customer revenue.
 - OBJECTIVE ACCOMPLISHED. DELIVERED OVER \$1.7M IN NEGOTIATED COST SAVINGS.
- Complete remaining New Jersey municipality resolutions in order to provide telecommunication services.
 - OBJECTIVE ACCOMPLISHED. COMPLETED 45 MUNICIPAL LETTERS OF RESOLUTION. 2008 OBJECTIVE WAS 31 BUT COMPLETED AN ADDITIONAL 12 FOR NJ OVERBUILDS AND 2 ADDITIONAL FOR CUSTOMER ORDERS.

Achieve 2008 revenue plan for 256.6 million

- Achieve install plan of \$5.1M MRR.
 - OBJECTIVE ACCOMPLISHED. INSTALLED \$6.7M IN MRR FOR CUSTOMER AGREEMENTS.
- Improve overall on time performance to exceed 80%.
 - OBJECTIVE MISSED. UNDERESTIMATED THE CONCENTRATION OF NY INSTALLS AND THE NY NETWORK IMPACT.
 - OTP FOR THE YEAR WAS 69% BASED ON THE COMPLETION OF 658 ORDERS.

- Track and drive 90% on time performance from third party infrastructure and type 2 circuit providers.
 - OBJECTIVE ACCOMPLISHED. ACHIEVED 92.5% ON TIME PERFORMANCE FOR THIRD PARTY ORDERS AND BEAT INSTALL INTERVAL ON ALL HIGH VISIBILITY ORDERS.

Aggressively manage capital and expense dollars through operating department initiatives designed to improve effectiveness and efficiency of the company.

- Manage operating and capital expenses within approved budget.
 - OBJECTIVE ACCOMPLISHED. BUDGET OVERRUNS ARE DUE TO REVENUE GENERATING LINE ITEMS FOR ESP.
- Complete Phase III of the Manhattan Diversity Plan
 - OBJECTIVE MISSED. THE REASONS ARE WELL DOCUMENTED WITH RESPECT TO THE DELAY IN ACQUIRING REAL ESTATE FOR THE TWO NEW LOWER MANHATTAN POPS.
- Build NMC National Training Center and Test Lab
 - OBJECTIVE ACCOMPLISHED. DEVELOPED AND EXECUTED ON THE PLAN TO REPURPOSE AND RECONFIGURE PREVIOUSLY UNUSED BACK AREA. A SALVAGED DC POWER PLANT FROM VA4 WAS SUCCESSFULLY REUSED AND COMMISSIONED AND ADDITIONAL COOLING AND POWER WAS ADDED FOR THE AREA.
- Execute on Real Estate portfolio renewal strategies
 - OBJECTIVE ACCOMPLISHED. COMPLETED 40 RESTRUCTURED LEASE NEGOTIATIONS (35% OF RENEWAL STRATEGY) INCLUDING ALL 2008 EXPIRATIONS AND ELIMINATED 20K SQUARE FEET OF UNUSED SPACE (700 S FEDERAL, CHICAGO AND 1950 STEMMONS, DALLAS).
 - ELIMINATED \$855K IN COST FOR UNUSED SPACE AND YIELDED FIRST YEAR SAVINGS OF \$395K FOR RESTRUCTURED LEASES.

Complete various financial/audit requirements necessary for AboveNet to normalize our financial structure and regain listing on a national market.

- Support as required.
 - OBJECTIVE ACCOMPLISHED.

Operate a company where internal controls and processes insure absolute certainty of our financial reporting information.

- Participate in and pass all inventory and fixed asset cycle counts and audits.
 - OBJECTIVE ACCOMPLISHED. ORGANIZED AND SUCCESSFULLY COMPLETED 2 INVENTORY AUDITS (1Q & 3Q)
- Participate in monthly revenue recognition meetings and address all operational shortcomings.

- OBJECTIVE ACCOMPLISHED. GREAT YEAR.

Improve work environment by investing time and effort into assuring that we treat our employees as our most valuable asset.

- Provide regular communication designed to keep all of Operations well informed of current events.
 - OBJECTIVE ACCOMPLISHED. CONTINUED TO PROVIDE INFORMATION THROUGH SITE VISITS, NEWSLETTER, EMAILS AND CONFERENCE CALLS.
- Continue employee recognition program (Ace Award).
 - OBJECTIVE ACCOMPLISHED. RECOGNIZED 26 INDIVIDUALS IN 2008 ACROSS ALL DEPARTMENTS.
- Exceed 2,500 hours of technical training
 - OBJECTIVE ACCOMPLISHED. COMPLETED 2,360 HOURS OF WDM TRAINING IN FIELD OPERATIONS AND 1,216 HOURS OF TRAINING IN NETWORK MANAGEMENT.

Be the premier provider of metro network access.

- Implement Toronto market plan
 - OBJECTIVE MISSED. PENDING LITIGATION.
- Implement next generation fault and service platforms
 - OBJECTIVE MISSED. COMPLETED SELECTION PROCESS AND PURCHASE OF FAULT ISOLATION AND SERVICE IDENTIFICATION TOOL. IMPLEMENTATION TO BE COMPLETE IN 1H09.
- Deploy VPN products.
 - OBJECTIVE ACCOMPLISHED. SUPPORTED SUCCESSFUL LAUNCH OF IPMESH AND EMESH PRODUCTS.
- Secure nationwide "remote hands" capability to support VPN product.
 - OBJECTIVE ACCOMPLISHED. CONDUCTED DUE DILIGENCE AND IDENTIFIED CAPABLE REMOTE HANDS VENDOR BUT DID NOT MAKE AWARD DUE TO SCOPE CHANGE BEYOND INSTALLING OVERTURE BOXES ON TYPE 2 CIRCUITS.
- Execute Infrastructure plans for battery replacement, hut roof stability and enterprise security plan
 - OBJECTIVE ACCOMPLISHED.
 - COMPLETED FINAL PHASE OF BATTERY REPLACEMENT PROGRAM.
 - COMPLETED EVALUATION AND DESIGN FOR INSTALLING ROOF MEMBRANE AT 10 SITES.
 - COMPLETED PHASE ONE OF THE ENTERPRISE ACCESS SYSTEM BY INTEGRATING THE 4 EXISTING SECURITY SYSTEMS INTO ONE CORPORATE SYSTEM.

Continue to execute master IT plan

in

- Direct Remedy upgrades to improve usability and automate escalations.
 - OBJECTIVE HALF ACCOMPLISHED. COMPLETED AUTOMATED, TIME BASED ESCALATIONS FOR NMC MANAGEMENT BUT THE REMAINING REMEDY UPGRADES ARE ON HOLD IN I.T. PENDING FURTHER REVIEW.
- Successfully deploy Microsoft Enterprise Project Management nationally.
 - OBJECTIVE ACCOMPLISHED. MS-EPM WAS SUCCESSFULLY DEPLOYED TO ALL FIELD OPERATIONS REGIONS AND IS IN USE.
- Support the implementation of SAP.
 - OBJECTIVE ABORTED.

2. In the space below, please provide specific, measurable, realistic, and to extent possible time based, goals for the Employee for **2009**, including any specific and relevant areas for development or improvement. Make sure to provide goals for Employee that are in support of the Company's **2009** objectives, which you should review with the employee. Please visit the homepage of goAbove for a review of the AboveNet 2009 Objectives.

Achieve a minimum 123 million dollars in EBITDA

- Track and deliver over \$1.5M in cost savings by in sourcing installation of WDM equipment and splicing and testing customer networks.
- Track and deliver over \$1.25M in negotiated cost savings on third party infrastructure and type 2 circuit orders in support of customer revenue.
- Track and complete preventative maintenance on 100% of Generators and Power, HVAC and Fire Suppression systems to minimize emergency maintenance spending.

Achieve 2009 revenue plan for 309.6 million

- Achieve install plan of \$5.76M MRR.
- Improve overall on time performance to exceed 80%.
- Track and drive 90% on time performance from third party infrastructure and type 2 circuit providers.
- Establish and track on time performance for customer requested due dates (if earlier than contract due dates).

Aggressively manage capital and expense dollars through operating department initiatives designed to improve effectiveness and efficiency of the company.

- Manage operating and capital expenses within approved budget of \$92.6M and \$11.6M respectively.
- Complete Phase III and Phase IV of the Manhattan Diversity Plan.
- Create implementation plan and complete deployment of fault isolation and service identification tool.
- Continue to execute on Real Estate portfolio renewal strategies.

Complete various financial/audit requirements necessary for AboveNet to normalize our financial structure and regain listing on a national market.

- Support as required.

AREAS FOR EVALUATION

(This page is optional, but may be used in addition to OR in place of Section 1 on page 1)

- **ETHICS AND INTEGRITY**— Has the employee exhibited the highest degree of ethics and integrity that was required and expected?

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

Comments: Doug is beyond reproach in this area.

- **COMPLIANCE WITH INTERNAL CONTROLS**— Consider employee's compliance with internal control processes.

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

Comments: Doug's organization has made huge progress in this area.

- **TECHNICAL SKILL/JOB KNOWLEDGE**— Has the employee exhibited the degree of technical skill/ knowledge that was expected?
Consider how the employee has assimilated the job requirements, procedures and ways of work within the company.

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

Comments: Given his wide array of responsibility, Doug has become knowledgeable in many areas of our business..

- **COMMUNICATION SKILLS** — Consider employee's use of verbal and written communications. Are the general nature, tone, preciseness, type and frequency of communications at the level needed to properly perform all aspects of his/her job?

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

Comments: Doug has worked hard in this area. His written skills were always at a high level, now too are his speaking and presentation skills.

- **QUALITY**— Generally, has employee achieved the required quality of acceptable work on schedule?

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

Comments:

- **QUANTITY/PRODUCTIVITY**— Consider the employee's effectiveness in achieving the required volume of work on schedule.

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

Comments: Doug is 7x24x365

- **PLANNING AND ORGANIZING WORK**— Does the employee organize and/or carry out work according to instructions and produce work on a timely, organized basis?

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

Comments: Doug not only meets my expectations in this area but he often anticipates them.

- **ATTENDANCE** — Consider the employee's attendance and punctuality record.

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input checked="" type="checkbox"/>	Exceeds Expectation <input type="checkbox"/>
---	--	---	--

Comments:

- **INTEGRATION INTO WORK UNIT**— Consider the fit of the employee to work environment and relations with co-workers, supervisors and others (external customers, vendors, etc.).

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

Comments: With by far the largest organization in AboveNet, Doug is an essential cog in our success as a team.

For Management or Supervisory Personnel Only — Please also rate the following 2 skill sets:

- **SUPERVISORY SKILLS** — Consider the employee's ability to manage human resources on his/her team.

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

Comments: Doug is a well respected, professional manager and an inspirational leader.

- **TEAM BUILDING** — Consider employee's effectiveness in maintaining positive morale and productivity in work team.

Unsatisfactory <input type="checkbox"/>	Below Expectation <input type="checkbox"/>	Meets Expectation <input type="checkbox"/>	Exceeds Expectation <input checked="" type="checkbox"/>
---	--	--	---

Comments: Doug brought his team to a paint ball contest.

Performance Evaluation SOX Questionnaire

Instructions: Please answer all questions below by putting an "X" in one box for each question. "Y" for 'Yes'; "N" for 'No'; and "N/A" for 'Not applicable'. Please provide comments below to explain any questions where an "X" was placed in the 'No' box. Please make sure that all required signatures are on this page *prior to* submission to the HR department in White Plains.

	Y	N	N/A
1. If hired in 2008 was employee made aware of his/her responsibilities and management's expectations of them in either a formal or informal communication process? (Response should be N/A if hired prior to 2008.)			
A. If hired in 2008, was an IPPA form completed? If not, please attach documentation of the above communication. (Response should be N/A if hired prior to 2008.)			

2. Are you satisfied that this employee appears to have the requisite knowledge and skills for their job functions as outlined in their current job description?		
3. Are the specific 2009 objectives set for this employee Specific, Measurable, Achievable, Realistic and Time-based (SMART)?		
4. Have you reviewed 2009 Corporate Objectives* as a part of this review process?		
A. Do you believe the employee understands the relationship between his/her objectives and those of the organization?		
5. Have you discussed the Company's position on anti-fraudulent activity and mentioned the Fraud Hotline** as part of this review process?		
6. Do you believe this employee understands what behavior is acceptable or unacceptable under the Company Code of Conduct***, and knows what to do if they encounter improper behavior?		

Comments must be provided below for any question with a 'No' answer. Add Rows to the table below if necessary.

Question #	Explanation

William H. Pank 3/12/09
Supervisor/Reviewer Date

[Signature] 3/12/09
Employee Date

(Sr.) Vice President Date

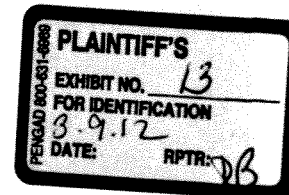
[Signature]
Human Resources Date

* The 2009 Corporate Objectives will be posted on the home page of goAbove shortly following the New Year.

** The Fraud Hotline access information is located on the home page of goAbove.

*** The Code of Conduct document can be found in the HR Zone of goAbove, in Company Documents in Ceridian Self Service, as well as within the Employee Handbook which can also be found in the above listed locations.

D-00065



AboveNet

EMPLOYEE ANNUAL PERFORMANCE APPRAISAL - 2009

Employee: Douglas M. Jendras Date of Hire: 1/2000
Job Title: Sr. Vice President Operations Department: Operations
Reviewer: Bill LaPerch Review Period: 2009

Part 1: 2009 Performance

Goals, Objectives and Deliverables

Instructions: Summarize the employee's 2009 performance against the 2009 Goals and Objectives and the Key Job Responsibilities as per the job description. Indicate any skill-based or professional development successfully undertaken during the year.

Achieve a minimum 123 million dollars in EBITDA

Track and deliver over \$1.5M in cost savings by in sourcing installation of WDM equipment and splicing and testing customer networks.

OBJECTIVE ACCOMPLISHED. THE FIVE FIELD OPS REGIONS TOTALED \$1.828M IN SAVINGS.

CENTRAL - \$639K, WESTERN - \$490K, NORTHEAST - \$360K, MIDATLANTIC - \$250K, SOUTHEAST - \$89K

Track and deliver over \$1.25M in negotiated cost savings on third party infrastructure and type 2 circuit orders in support of customer revenue.

OBJECTIVE ACCOMPLISHED. THIRD PARTY INFRASTRUCTURE GROUP SAVED OVER \$1.7M THROUGH NEGOTIATIONS AND CONTRACT MANAGEMENT FOR ABOVE NET CUSTOMER CONTRACTS THAT WILL GENERATE OVER \$46M IN REVENUE.

Track and complete preventative maintenance on 100% of Generators and Power, HVAC and Fire Suppression systems to minimize emergency maintenance spending.

OBJECTIVE ACCOMPLISHED. 100% OF INFRASTRUCTURE COMPONENTS ARE CONTRACTED UNDER A PREVENTATIVE MAINTENANCE AGREEMENT. IN ADDITION, THE IM TEAM, IN CONJUNCTION WITH FINANCE, CREATED SUBACCOUNTS FOR THE MANAGEMENT OF PREVENTIVE EXPENSES FROM EMERGENCY EXPENSES AT THE PROGRAM AND MARKET LEVEL.

Achieve 2009 revenue plan for 309.6 million

Achieve install plan of \$5.76M MRR.

OBJECTIVE ACCOMPLISHED. WE COMPLETED 119% OF THE INSTALL PLAN FOR A TOTAL OF \$6.876M IN MRR INSTALLED. WE EXCEEDED THE MONTHLY INSTALL PLAN IN 10 OF 12 MONTHS IN 2009.

Improve overall on time performance to exceed 80%.

OBJECTIVE MISSED. OUR OTP FOR 2009 WAS 75% ON 1,130 PROJECTS (NOT INCLUDING CUSTOMER HOLDS). WE EXCEEDED 80% OTP IN 11 OF 15 MARKETS.

Track and drive 90% on time performance from third party infrastructure and type 2 circuit providers.
OBJECTIVE ACCOMPLISHED. DELIVERED 95% ON TIME PERFORMANCE ON 20 TYPE 2 CONTRACTS DELIVERED IN 2009.

Establish and track on time performance for customer requested due dates.

OBJECTIVE ACCOMPLISHED. 42 CUSTOMER PROJECTS HAD REQUESTED A CHANGE IN CONTRACT DUE DATE WITH A 57% OTP.

Aggressively manage capital and expense dollars through operating department initiatives designed to improve effectiveness and efficiency of the company.

Manage operating and capital expenses within approved budget of \$92.6M and \$11.6M respectively.
OBJECTIVE ACCOMPLISHED. OPERATIONS COMPLETED 2009 UNDER BUDGET FOR BOTH OPERATING AND CAPITAL EXPENSE BUDGETS.

Complete Phase III and Phase IV of the Manhattan Diversity Plan.

OBJECTIVE ACCOMPLISHED. BOTH PHASES ARE COMPLETED WITH THE EXCEPTION OF FINALIZING THE PHASE IV FACILITIES FOR SERVING 601 W 26TH STREET (2/10).

Create implementation plan and complete deployment of fault isolation and service identification tool.
OBJECTIVE ACCOMPLISHED. COMPLETED PHASE 1 OF THE NMC TOOL PLAN BY DEPLOYING THE FAULT ISOLATION AND SERVICE IDENTIFICATION COMPONENTS. TO GET FULL USE OF SERVICE IDENTIFICATION, SMALLWORLD INTEGRATION NEEDS TO BE FINALIZED.

Continue to execute on Real Estate portfolio renewal strategies.

OBJECTIVE ACCOMPLISHED. COMPLETED 30 RESTRUCTURED LEASE NEGOTIATIONS YIELDING \$588K OF EXPENSE SAVINGS PLUS ELIMINATED 29K SQUARE FEET OF INEFFICIENT SPACE FOR AN PORTFOLIO EXPENSE REDUCTION OF \$550K.

Complete various financial/audit requirements necessary for AboveNet to normalize our financial structure and regain listing on a national market.

Support as required.

OBJECTIVE ACCOMPLISHED.

Operate a company where internal controls and processes insure absolute certainty of our financial reporting information.

Participate in and pass all inventory and fixed asset cycle counts and audits.

OBJECTIVE ACCOMPLISHED. 3Q09 INVENTORY AUDIT WAS 100% SUCCESSFUL.

Participate in monthly revenue recognition meetings and address all operational shortcomings.

OBJECTIVE ACCOMPLISHED. GREAT YEAR!

Improve work environment by investing time and effort into assuring that we treat our employees as our most valuable asset.

Provide regular communication designed to keep all of Operations well informed of current events.

OBJECTIVE ACCOMPLISHED. CONTINUED TO PROVIDE INFORMATION THROUGH SITE VISITS, NEWSLETTERS, CONFERENCE CALLS, EMAILS AND MANAGEMENT MEETING.

Continue the Operations employee recognition program (Ace Award).

OBJECTIVE ACCOMPLISHED. RECOGNIZED 28 INDIVIDUALS IN 2009 ACROSS ALL DEPARTMENTS.

Exceed 2,500 hours of technical training.

OBJECTIVE ACCOMPLISHED. COMPLETED 2,749 HOURS OF VENDOR AND IN-HOUSE TECHNICAL TRAINING.

Be the premier provider of metro network access.

Complete Austin market and Texas Regional Network on time.

OBJECTIVE ACCOMPLISHED. THE AUSTIN METRO NETWORK AND TEXAS REGIONAL LONG HAUL NETWORK WERE COMPLETED ON SCHEDULE APRIL 15TH.

Support the Metro Ethernet Multi-point and ENNI product launches.
OBJECTIVE ACCOMPLISHED FOR BOTH FIELD OPERATIONS AND NETWORK MANAGEMENT WITH RESPECT TO THE METRO ETHERNET PRODUCT LAUNCHES.

Execute real estate acquisitions and infrastructure construction projects in support of network expansions and overbuilds in New Jersey, Virginia, Chicago and California.
OBJECTIVE ONGOING. COMPLETED EAST RUTHERFORD, NJ AND MARENGO, IL (NORTHERN TRUST) SPACE ACQUISITION AND CONSTRUCTION. PROJECTS FOR HERNDON, VA AND MOUNTAIN VIEW, CA WERE POSTPONED.

Secure nationwide "remote hands" capability to support all products.
OBJECTIVE ACCOMPLISHED. SECURED COMMITMENT FOR NATIONWIDE CAPABILITY AND AWAITING OPPORTUNITY TO IMPLEMENT.

Provide exceptional project management and customer service for all network installations.
OBJECTIVE ACCOMPLISHED. AS ALWAYS!!!

Performance Competencies

Instructions: In the section below, please evaluate your employee's 2009 performance by providing comments about how well the employee has succeeded in effectively employing each Performance Competency. Please provide specific examples to support your comments. A four (4) point rating scale which *may* be used (but is optional), to help support your commentary, is defined below.

1 Unacceptable: Performance is consistently below expectations.

2 Improvement Needed: Performance is inconsistent and generally below the expectation for full competence. Some elements of satisfactory performance may be exhibited. While expectations are met at times, it is common for the individual to fail to fully meet goals and objectives. The employee may be in growth/learning mode because they are either new or requirements of the job have drastically changed.

3 Meets Expectations: Performance in this category is solid and generally meets expectations for full competence and at times may exceed expectations.

4 Exceeds Expectations: Performance in this category consistently exceeds expectations. All goals and objectives are achieved above the established standards.

Productivity

Consider the degree to which this employee:

- Produces quality work (accuracy, thoroughness and general effectiveness) in an efficient and effective manner;
- Effectively establishes and manages work priorities while meeting deadlines regularly; and
- Effectively keeps up with the expected volume of assignments/tasks and produces the expected flow of work output.

Supervisor's Comments:

- | | |
|------------------------|-------------------------------------|
| 1 Unacceptable | <input type="checkbox"/> |
| 2 Improvement Needed | <input type="checkbox"/> |
| 3 Meets Expectations | <input type="checkbox"/> |
| 4 Exceeds Expectations | <input checked="" type="checkbox"/> |

Job Knowledge, Skills and Abilities

Consider the degree to which this employee:

- Displays the requisite knowledge to perform the job;
- Possesses and deploys the requisite technical skills to perform the job and uses appropriate tools & equipment for assigned work; and
- Demonstrates the ability to perform necessary tasks and procedures.

Supervisor's Comments:

- | | |
|------------------------|-------------------------------------|
| 1 Unacceptable | <input type="checkbox"/> |
| 2 Improvement Needed | <input type="checkbox"/> |
| 3 Meets Expectations | <input type="checkbox"/> |
| 4 Exceeds Expectations | <input checked="" type="checkbox"/> |

Initiative

Consider the degree to which this employee:

- Identifies and anticipates problems and identifies, recommends and/or implements solutions;
- Accepts additional challenges and freely assists others; and
- Is a Self-Starter; requires limited hands-on supervision.

Supervisor's Comments:

- | | |
|------------------------|-------------------------------------|
| 1 Unacceptable | <input type="checkbox"/> |
| 2 Improvement Needed | <input type="checkbox"/> |
| 3 Meets Expectations | <input type="checkbox"/> |
| 4 Exceeds Expectations | <input checked="" type="checkbox"/> |

Interpersonal Skills

Consider the degree to which this employee:

- Effectively communicates (verbally and written) with internal and external contacts and properly processes information and instructions of same; .
- Has effective relationships with coworkers, supervisors, clients and others; and
- Projects a positive work attitude and uses tact and diplomacy and acts professionally at all times.

Supervisor's Comments:

- | | |
|------------------------|-------------------------------------|
| 1 Unacceptable | <input type="checkbox"/> |
| 2 Improvement Needed | <input type="checkbox"/> |
| 3 Meets Expectations | <input type="checkbox"/> |
| 4 Exceeds Expectations | <input checked="" type="checkbox"/> |

Reliability

Consider the degree to which this employee:

- Can be counted upon to meet deadlines;
- Offers assistance where and when needed and is a team-player; and
- Maintains acceptable levels of attendance (disregarding Company approved leaves of absence) and punctuality.

Supervisor's Comments:

- 1 Unacceptable ☐
- 2 Improvement Needed ☐
- 3 Meets Expectations ☐
- 4 Exceeds Expectations ☒

For Supervisory Personnel Only – Please also rate the following 2 Performance Competencies:

Supervisory Skills

Consider the degree to which this employee:

- Sets clear expectations with staff;
- Provides direction and defines priorities; and
- Effectively coaches and develops staff to improve performance and provides constructive and respectful feedback.

Supervisor's Comments:

- 1 Unacceptable ☐
- 2 Improvement Needed ☐
- 3 Meets Expectations ☐
- 4 Exceeds Expectations ☒

Leadership Skills

Consider the degree to which this employee:

- Maintains positive morale & productivity through teambuilding efforts;
- Recognizes and resolves problems; and
- Prepare budgets and/or maintain and operate within budget.

Supervisor's Comments:

- 1 Unacceptable ☐
- 2 Improvement Needed ☐
- 3 Meets Expectations ☐
- 4 Exceeds Expectations ☒

Part 2: 2010 GOALS

Instructions: In the space below, please provide SMART goals for the employee for 2010. These should be specific, measurable, ambitious (but achievable), realistic (and relevant), and to extent possible time-based. Make sure to provide goals for the employee that are in support of the Company's 2010 Corporate Objectives, which you should review with the employee during the review meeting. Please visit the homepage of goAbove for a review of the AboveNet 2010 Objectives. Please also make sure to include any specific and relevant areas for development or improvement during the upcoming year.

Achieve EBITDA growth as per 2010 business plan

Successfully launch the in sourcing of sparing for Nortel and Ciena networks saving over \$2.5M in equipment maintenance

Establish third party hubs and/or data center exchange agreements based on type 2 volume to save third party costs

Actively evaluate all occupancy related expenses for optimization opportunities to provide savings across the AboveNet Real Estate portfolio

Achieve 2010 business plan revenue growth

Exceed the 2010 install plan

Improve on-time performance to exceed 80% nationwide

Support the timely launch of new markets and services

Implement an integrated US-EU type 2 program

Aggressively manage capital and expense dollars through operating department initiatives designed to improve effectiveness and efficiency of the company.

Track and deliver over \$1.5M in vendor savings by in sourcing WDM installs and splice and test

Implement Preventative Maintenance analysis to proactively manage repair costs before emergencies

Aggressively pursue relocation reimbursements from municipalities, DOT agencies and ROW providers

Operate a company where internal controls and processes insure absolute certainty of our financial reporting information.

Complete annual inventory audit with 100% accuracy

Enhance AboveNet University with all Operations training manuals and process documentation

Improve work environment by investing time and effort into assuring that we treat our employees as our most valuable asset.

Create and implement a structured training program for Field Operations at the NMC

Deliver type 2 system access and training for all of Sales and Sales Engineering

Host cross-organizational discussions to improve communication across the company

Be the premier provider of high bandwidth connectivity

Develop and train all NMC personnel on the new Optical Transport system

Standardize Enterprise Project Management nomenclature and reporting

Develop a Physical Layer NMC group for managing FOI and type 2 networks

Team with Engineering to properly manage third party colocations

Continue to execute master IT plan.

NMC to work with IT to deploy new Remedy System

Develop and implement reporting capabilities for NMC metrics to include service and change management performance

Support the integration of all IT sponsored systems

Part 3: Employee Comments

Instructions: In the space below, the employee may provide any comments for his/her supervisory management team about prior performance, future goals and objectives, including and desires for future development goals. This section may also be used to provide any additional feedback regarding the work environment at AboveNet.

Thanks for another great year!

Looking forward to 2010!

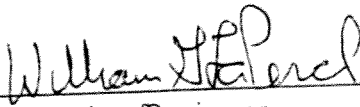
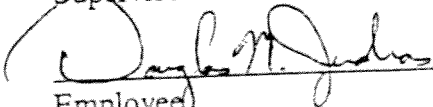
Part 4: SOX Questionnaire

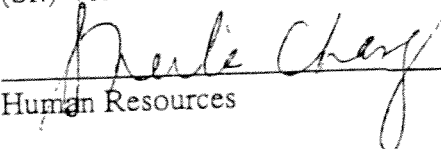
Instructions: Please answer all questions below by putting an "X" in one box for each question. "Y" for 'Yes'; "N" for 'No'; and "N/A" for 'Not applicable'. Please provide comments below to explain any questions where an "X" was placed in the 'No' box. Please make sure that all required signatures are on this page *prior* to submission to the HR department in White Plains.

	Y	N	N/A
1. If hired in 2009 was employee made aware of his/her responsibilities and management's expectations of them in either a formal or informal communication process? (Response should be N/A if hired prior to 2008.)	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
A. If hired in 2009, was an IPPA form completed? If not, please attach documentation of the above communication. (Response should be N/A if hired prior to 2008.)	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
2. Do you believe this employee displays the highest degree of ethics and integrity?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Do you believe this employee is compliant with internal controls and processes?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Are you satisfied that this employee appears to have the requisite knowledge and skills for their job functions as outlined in their current job description?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Are the specific 2010 objectives set for this employee Specific, Measurable, Ambitious, Realistic and Time-based (SMART)?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Have you reviewed 2010 Corporate Objectives* as a part of this review process?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
A. Do you believe the employee understands the relationship between his/her objectives and those of the organization?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Have you discussed the Company's position on anti-fraudulent activity and mentioned the Fraud Hotline** as part of this review process?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Do you believe this employee understands what behavior is acceptable or unacceptable under the Company Code of Conduct***, and knows what to do if they encounter improper behavior?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Comments must be provided below for any question with a 'No' answer. Add Rows to the table below if necessary.

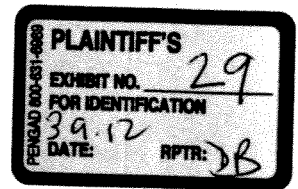
Question #	Explanation


 Supervisor/Reviewer _____ Date _____

 Employee _____ Date 3/2/10

(Sr.) Vice President _____ Date _____

 Human Resources _____ Date _____

- * The 2010 Corporate Objectives will be posted on the home page of goAbove shortly after January 1, 2010.
- ** The Fraud Hotline access information is located on the home page of goAbove.
- *** The Code of Conduct document can be found in the HR Zone of goAbove, in Company Documents in Ceridian Self Service, as well as within the Employee Handbook which can also be found in the above listed locations.

Employee Name/Initials:  Reviewer Name/Initials: 



AboveNet

EMPLOYEE ANNUAL PERFORMANCE APPRAISAL – 2010

Employee: Doug Jendras Date of Hire: 1/2000
Job Title: SVP Operations Department: Operations
Reviewer: Bill LaPerch Review Period: 2010

As this document is protected, it does allow you to complete it electronically (except for signatures), however, it does not allow you or your approvers to enable the track changes feature. A work-around, or suggestion is that you can select a varying font style; or you may use, bold, CAPS, *italics*, ~~striketrough~~ or varying font colors to indicate recommended changes or suggestions. Alternatively, you can send suggestions or changes in email format outside of the form itself and then work those comments into the final document.

Please ensure that each page includes employee initials and supervisor's initials. Also, last page should include all signatures including the printed name of the employee and supervisor/reviewer.

Goals, Objectives and Deliverables

Instructions: Summarize the employee's 2010 performance against the 2010 Goals and Objectives and the Key Job Responsibilities as per the job description. Indicate any skill-based or professional development successfully undertaken during the year.

Achieve EBITDA growth as per 2010 business plan

- o Successfully launch the in sourcing of sparing for Nortel and Ciena networks saving over \$2.5M in equipment maintenance

OBJECTIVE ACCOMPLISHED – SPARES WERE PURCHASED AND THE IN SOURCING SPARING PLAN WAS SUCCESSFULLY IMPLEMENTED AND MANAGED BY OPERATIONS IN 2010. WE ELIMINATED THIS EQUIPMENT MAINTENANCE COST AND IMPROVED RESPONSE TIMES OVER THE VENDORS DURING OUTAGES.

- o Establish third party hubs and/or data center exchange agreements based on type 2 volume to save third party costs

OBJECTIVE DEFERRED – ALTHOUGH WE WERE CAPABLE OF ESTABLISHING THIRD PARTY HUBS, THE DECISION TO MOVE FORWARD WAS DEFERRED AND WE DID NOT SPEND THE \$500K BUDGET ALLOCATED FOR THESE PROJECTS.

- o Actively evaluate all occupancy related expenses for optimization opportunities to provide savings across the AboveNet Real Estate portfolio

OBJECTIVE ACCOMPLISHED – COMPLETED THE RESTRUCTURING OF 29 LEASES PROVIDING ANNUALIZED SAVINGS OF \$460K; ELIMINATED 3,500 FEET OF EXCESS SPACE FROM THE PORTFOLIO; AND FINALIZED THE SPACE OPTIMIZATIONS AT 1 EVERTRUST, 530 W 6TH 2100M STREET, 300

D-00038

HAMILTON AVENUE AND 56 MARIETTA SAVING \$540K PER YEAR.

Achieve 2010 business plan revenue growth

- o Exceed the 2010 install plan

OBJECTIVE ACCOMPLISHED – WE COMPLETED 112% OF THE INSTALL PLAN FOR A TOTAL OF \$7.829M IN MRR INSTALLED. WE HAD OUR FIRST \$2M QUARTER IN COMPANY HISTORY IN 4Q10 AND EXCEEDED THE MONTHLY PLAN IN 10 OF 12 MONTHS. WE COMPLETED 1,893 ORDERS IN 2010 EXCEEDING 2009 BY 506 ORDERS (36% INCREASE).

- o Improve on-time performance to exceed 80% nationwide

OBJECTIVE MISSED – OUR OTP FOR 2010 WAS 71% ON 1,495 PROJECTS (NOT INCLUDING CUSTOMER HOLDS). WE EXCEEDED 80% IN 13 OF 17 MARKETS.

- o Support the timely launch of new markets and services

OBJECTIVE ACCOMPLISHED – WE SUPPORTED THE LAUNCH OF MIAMI THROUGH THE ACQUISITION OF DARK FIBER FROM ATLANTA TO MIAMI; ESTABLISHED OPERATION IN LAS VEGAS AT THE SWITCH AND TWO LONG HAUL ROUTES TO LA AND PHOENIX; IMPLEMENTED TWO LOW LATENCY ROUTES BETWEEN NY AND CHICAGO AND NY AND LONDON AND COMPLETED THE NY ROADM NETWORK.

- o Implement an integrated US-EU type 2 program

OBJECTIVE ACCOMPLISHED – WE DEVELOPED AND IMPLEMENTED PROCESS, PROCEDURES AND A SHARED DATABASE TO ENSURE THE FLUID INTERACTION OF TYPE 2 REQUIREMENTS BETWEEN TEAMS. THIS SUCCESS ELIMINATED THE NEED FOR BUSINESS ANALYSIS TO BE THE INTERMEDIARY ON US/UK THIRD PARTY NEEDS.

Aggressively manage capital and expense dollars through operating department initiatives designed to improve effectiveness and efficiency of the company.

- o Track and deliver over \$1.5M in vendor savings by in sourcing WDM installs and splice and test
- OBJECTIVE ACCOMPLISHED – FIELD OPERATIONS SAVED OVER \$1.6M THROUGH IN SOURCING ACTIVITIES (\$980K IN INTERNAL SPLICING AND \$640K IN WDM INSTALLS)

- o Implement Preventative Maintenance analysis to proactively manage repair costs before emergencies
- OBJECTIVE ACCOMPLISHED – PREVENTATIVE MAINTENANCE COSTS ARE NOW FULLY DEFINED BY MARKET AND COMPONENT PROVIDING A RELIABLE VIEW OF EMERGENCY AND SCHEDULED COSTS, THE CAPABILITY TO SCHEDULE PROPER MAINTENANCE OVER A 6 YEAR SCHEDULE TO ENSURE LONGER LIFE, THE ABILITY TO MANAGE COSTS ACROSS MULTIPLE MARKETS TO LEVERAGE VALUE AND THE ABILITY TO PRIORITIZE REPLACEMENT OF OLD EQUIPMENT.

- o Aggressively pursue relocation reimbursements from municipalities, DOT agencies and ROW providers
- OBJECTIVE ACCOMPLISHED – ALL RELOCATIONS ARE CHALLENGED FOR REIMBURSEMENT AND IN 2010, WE WERE EXCEPTIONALLY SUCCESSFUL IN RECEIVING OVER \$800K. IN ADDITION, WE WERE ALSO ABLE TO REMOVE OVER \$600K OF ACCRUED LIABILITY FROM THE BALANCE SHEET IN SUPPORT OF ROW CONTRACTS.

Operate a company where internal controls and processes insure absolute certainty of our financial reporting information.

- o Complete annual inventory audit with 100% accuracy

OBJECTIVE ACCOMPLISHED – INVENTORY AUDIT CONDUCTED IN 3Q10 WAS 100% ACCURATE.

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- o Enhance AboveNet University with all Operations training manuals and process documentation
OBJECTIVE CHANGED – ABOVE NET UNIVERSITY IS A SALES RESOURCE WHICH REQUIRES A MONTHLY USER FEE SO ONLY SALES PERSONNEL ARE ENROLLED. OPERATIONS TRAINING MANUALS AND PROCESS DOCUMENTATION ARE CONTAINED ON GO ABOVE IN THE VARIOUS FIELD OPS, NMC AND CARRIER RELATIONS ZONES.

Improve work environment by investing time and effort into assuring that we treat our employees as our most valuable asset.

- o Create and implement a structured training program for Field Operations at the NMC
OBJECTIVE ACCOMPLISHED – THE NMC DEVELOPED AN INSTRUCTOR LED WDM TRAINING PROGRAM FOR FIELD ENGINEERS AND NMC PERSONNEL.

- o Deliver type 2 system access and training for all of Sales and Sales Engineering
OBJECTIVE ACCOMPLISHED – CARRIER RELATIONS TRAINED SALES ENGINEERING ON THE USE OF FOUR CARRIER PORTALS IN ORDER TO FACILITATE FASTER BUDGETARY QUOTES. ALSO DEVELOPED AND PROVIDED THE TRAINING FOR SALES TO REVIEW THE THIRD PARTY METRIC REPORTING ON GO ABOVE. A MORE COMPREHENSIVE WEB BASED DATABASE WILL BE IMPLEMENTED IN 2011.

- o Host cross-organizational discussions to improve communication across the company
OBJECTIVE MISSED

Be the premier provider of high bandwidth connectivity

- o Develop and train all NMC personnel on the new Optical Transport system
OBJECTIVE ACCOMPLISHED – ALL NMC PERSONNEL WERE TRAINED ON THE TELLABS 7100 IN JUNE WITH A REFRESHER IN DECEMBER.

- o Standardize Enterprise Project Management nomenclature and reporting
OBJECTIVE ACCOMPLISHED – ALL FIELD OPERATIONS MARKETS ARE NOW ON THE UNIVERSAL EPM PLATFORM WITH COMMON REPORTING.

- o Develop a Physical Layer NMC group for managing FOI and type 2 networks
OBJECTIVE DEFERRED – PERSONNEL BANDWIDTH TARGETED FOR THIS GROUP WAS REQUIRED TO MANAGE THE TREMENDOUS GROWTH IN ACTIVATIONS AND MAINTENANCE ACTIVITIES IN 2010.

- o Team with Engineering to properly manage third party collocations
OBJECTIVE ACCOMPLISHED – WE CREATED A THIRD PARTY MANAGEMENT POSITION PAPER WHICH WAS THE CATALYST FOR THE CREATION OF A THIRD PARTY COLLOCATION GROUP IN ENGINEERING. ALL BUDGET COMPONENTS WERE TRANSFERRED FOR THE 2011 YEAR.

Continue to execute master IT plan.

- o NMC to work with IT to deploy new Remedy System
OBJECTIVE DEFERRED – THE NEW VERSION OF REMEDY WAS A SIGNIFICANT DEPARTURE FROM THE CURRENT VERSION AND WOULD NOT PROVIDE USEFULNESS WITHOUT CONSIDERABLE MODIFICATION. THE MODIFICATIONS WERE NOT FUNDED IN THE IT BUDGET.

- o Develop and implement reporting capabilities for NMC metrics to include service and change management performance

OBJECTIVE ACCOMPLISHED – THE NMC COMPLETED THE CONSTRUCTION OF ACTIVITY METRICS AND BEGAN MONTHLY REPORTING IN THE 4TH QUARTER. THESE METRICS WILL NOW BE INCLUDED IN THE OPERATIONS MONTHLY REPORT IN 2011.

o Support the integration of all IT sponsored systems

OBJECTIVE ACCOMPLISHED – WE PROVIDED THREE MEMBERS TO THE BUSINESS PROCESS DISCUSSIONS. CHRIS MOORE, KEN CALABRO AND MIKE ALDRIDGE WERE EXCEPTIONAL PARTICIPANTS IN THE GROUP.

ALTHOUGH NOT SPECIFIC TO ANY OBJECTIVE ABOVE, OPERATIONS HAD MANY MORE ACCOMPLISHMENTS IN 2010, SOME OF WHICH ARE LISTED HERE:

- Reduced the Field Ops regions from five to four with the parsing of the Central Region into the West and MidAtlantic regions. The consolidation occurred seamlessly and with continuation of outstanding performance.
- In spite of significant network issues that delayed the timely installations of new services, the New York market still managed to install 655 customer projects worth \$3.1M in MRC in 2010. With the completion of many infrastructure projects and careful expansion of splice appointments, the OTP performance has steadily improved in the 4Q with minimal customer issues being experienced.
- Partnered with Sales in the acquisition of many new accounts and networks including Barclay BEON, Bloomberg, FaceBook, Wilmer Hale, BNP Paribas, IMS Health Systems, Amazon, HHMI, CACI, Lucas Films, WH Trading and many others.
- Composed and launched a vendor report card.
- 70% Growth in Network Bandwidth
- 33 LAN Core activations AKA Virtual Router activations
- 258 New IP Devices under management
- 12 Routers removed from production IP network
- 26 Routers activated in production IP network
- 31 Backbone Switch deactivated
- 33 Backbone Switches activated
- 13 New IP Hub/POPs Activated
- Entire CoreStream LH network was upgraded twice in 2010
- 12 LH route overbuilds
- 5 LH routes had 40G overbuilds completed
- 7 Cisco 15454 networks were upgraded to eliminate software defects
- 110 CoreStream 10G Transceivers were replaced to correct a hardware defect

D-00041

- Completion of the Nortel 6500 Culpeper ring
- Completion of the Nortel 6500 Irvine ring
- Completed 2 Infrastructure diversity corrections (DC and Chicago)
- Approved the Ciena 2RS and X9 cards for deployment
- Processed 1511 RFQ's for lit services
- Placed 72 new Type 2 lit service circuit orders
- Placed 1,206 new collocation orders, including space, power, cross connects, ISPs and OOB circuits
- Completed negotiations of new collocations in twenty five (25) NEW Data Centers in 2010
- Processed 567 RFQ's for FOI
- Placed 54 s new FOI facility orders
- Instituted a self designed and implemented Access Database for tracking of all Type 2 lit services requests and orders
- Negotiated \$839K of FOI monthly recurring OpEx cost reductions in 2010
- Created and instituted the document and developed the process for the Provisioning Handoff Form that provides all critical DLR type of information for the NOC for trouble shooting and the Telco Ops group to validate and pay 3rd Party invoices.
- Developed a multi functional and automated T2 Quoting and Service Request Forms for SE and PM
- Researched, negotiated and signed a contract for Remote Hands across the continental US to help facilitate Product offerings
- Developed reporting and analysis of on-net/off-net installations, data center installations and the NY past due WIP
- Developed the process and reporting to manage terminations including CODA development, third party and equipment tracking, and trained all relevant personnel

Performance Competencies

Instructions: In the section below, please evaluate your employee's 2010 performance by providing comments (**mandatory**) about how well the employee has succeeded in effectively employing each Performance Competency. Please provide specific examples to support your comments. A graduated performance rating scale which *may* be used (but is optional), to help support your commentary, is defined below.

Unacceptable: Performance is consistently below expectations.

Improvement Needed: Performance is inconsistent and generally below the expectation for full competence. Some elements of satisfactory performance may be exhibited. While expectations are met at times, it is common for the individual to fail to fully meet goals and objectives. The employee may be in growth/learning mode because they are either new or requirements of the job have drastically changed.

Meets Expectations: Performance in this category is solid and generally meets expectations for full competence and at times may exceed expectations.

Exceeds Expectations: Performance in this category consistently exceeds expectations. All goals and objectives are achieved above the established standards.

Productivity

Consider the degree to which this employee:

- Produces quality work (accuracy, thoroughness and general effectiveness) in an efficient and effective manner;
- Effectively establishes and manages work priorities while meeting deadlines regularly; and
- Effectively keeps up with the expected volume of assignments/tasks and produces the expected flow of work output.

Unacceptable ☐

Improvement Needed ☐

Meets Expectations ☐

Exceeds Expectations ☒

Supervisor's Comments: Operations installed a record number of orders (revenue) in 2010 resulting in a record breaking year for AboveNet. As evidenced by the numerous other achievements by the team, the operations organization, operated at a very high level of productivity.

Job Knowledge, Skills and Abilities

Consider the degree to which this employee:

- Displays the requisite knowledge to perform the job;
- Possesses and deploys the requisite technical skills to perform the job and uses appropriate tools & equipment for assigned work; and
- Demonstrates the ability to perform necessary tasks and procedures.

Unacceptable ☐

Improvement Needed ☐

Meets Expectations ☒

Exceeds Expectations ☐

Supervisor's Comments: Doug supervises a wide variety of tasks effectively and efficiently. His team is largely responsible for the daily operation of our network and all of its associated infrastructure. His organization has grass roots local knowledge that is largely responsible for our success in execution of customer orders. Doug's management style reflects his belief that his skills should be more focused on supervision and management rather than on knowledge of technology. This is fine as long as it's done in the proper balance.

D-00043

Initiative Consider the degree to which this employee: <ul style="list-style-type: none"> Identifies and anticipates problems; Recommends and/or implements solutions; and Is a Self-Starter; requires limited hands-on supervision. 	Unacceptable <input type="checkbox"/> Improvement Needed <input type="checkbox"/> Meets Expectations <input checked="" type="checkbox"/> Exceeds Expectations <input type="checkbox"/>
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Supervisor's Comments: Doug manages all operational areas of the business with little or no supervision. This allows me to focus on areas of the business that require my attention. Many of the problems he identifies and solves do not even come to my attention. This again is reflective of his management style. I often wish that more formal and informal communication would take place between us (other than routine operational reports). Given the overall performance of his organization, this has not affected results but is more reflective of his supervisor's desires.

Finally, Doug's initiatives are routinely limited to his organization. As a SVP, I would expect him to lead and participate in initiatives and projects beyond the boundaries of his own organization. I will address this in next year's initiatives.

Interpersonal Skills Consider the degree to which this employee: <ul style="list-style-type: none"> Effectively communicates (verbally and written) with internal and external contacts and properly processes information and instructions of same; Has effective relationships with coworkers, supervisors, clients and others; and Projects a positive work attitude and uses tact and diplomacy and acts professionally at all times. 	Unacceptable <input type="checkbox"/> Improvement Needed <input type="checkbox"/> Meets Expectations <input checked="" type="checkbox"/> Exceeds Expectations <input type="checkbox"/>
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Supervisor's Comments: Doug has the often difficult task of communicating with customers when installs are late or service is a problem. He does this very effectively. When asked to do board level presentations, Doug also does very well. Occasionally I receive input from some sales people that Doug is hard to approach. While I believe this to be perception versus reality, it nevertheless is something to be aware of.

D-00044

Employee Name/Initials: DJ

Reviewer Name/Initials: WJ

Reliability Consider the degree to which this employee: <ul style="list-style-type: none"> • Can be counted upon to meet deadlines; • Offers assistance where and when needed and is a team-player; and • Maintains acceptable levels of attendance (disregarding Company approved leaves of absence) and punctuality. 	Unacceptable	<input type="checkbox"/>
	Improvement Needed	<input type="checkbox"/>
	Meets Expectations	<input checked="" type="checkbox"/>
	Exceeds Expectations	<input type="checkbox"/>

Supervisor's Comments: Doug routinely works nights and weekends to deal with operational issues. He meets all of the required deadlines that he is responsible for. It would be great if Doug could be relied on to use his extensive talents to help solve more strategic and cross functional challenges. Doug has shared with me that given the nature of his peers, he sometimes feels hard pressed to get his views heard. He must be more forceful here and understand his views are valued.

For Supervisory Personnel Only – Please also rate the following 2 Performance Competencies:

Supervisory Skills Consider the degree to which this employee: <ul style="list-style-type: none"> • Sets clear expectations with staff; • Provides direction and defines priorities; and • Effectively coaches and develops staff to improve performance and provides constructive and respectful feedback. 	Unacceptable	<input type="checkbox"/>
	Improvement Needed	<input type="checkbox"/>
	Meets Expectations	<input type="checkbox"/>
	Exceeds Expectations	<input checked="" type="checkbox"/>

Supervisor's Comments: Doug communicates and manages his organization to meet and exceed our company goals every year. His organization executes effectively and efficiently and he maintains good reporting metrics on his progress.

Leadership Skills Consider the degree to which this employee: <ul style="list-style-type: none"> • Maintains positive morale & productivity through teambuilding efforts; • Recognizes and resolves problems; and • Prepare budgets and/or maintain and operate within budget. 	Unacceptable	<input type="checkbox"/>
	Improvement Needed	<input type="checkbox"/>
	Meets Expectations	<input checked="" type="checkbox"/>
	Exceeds Expectations	<input type="checkbox"/>

Employee Name/Initials: DA

Reviewer Name/Initials: WY

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Supervisor's Comments: Doug's leadership is most evident by the loyalty his team shows for him. His leadership skills with respect to his team are unquestionable. The next level of performance will be achieved when Doug is able to expand his influence across the company and eventually across the industry.

Part 2: 2011 GOALS

Instructions: In the space below, please provide SMART goals for the employee for 2011. These should be specific, measurable, ambitious (but achievable), realistic (and relevant), and to extent possible time-based. Make sure to provide goals for the employee that are in support of the Company's 2011 Corporate Objectives, where appropriate, which you should review with the employee during the review meeting. *Please visit the homepage of goAbove for a review of the AboveNet 2011 Objectives.*

Please also make sure to include any specific and relevant areas for development or improvement during the upcoming year.

CEO goals for Doug in 2011

- Provide SVP leadership in 3 cross functional projects designed to improve our business. These projects should be discussed with the CEO and COO to insure they are achievable and impactful. Successful completion of these projects will be a key component of your 2011 bonus.
- Increase your external visibility by securing at least 2 key note speaking opportunities at industry forums. You can elicit help from the CEO, COO and public relations to accomplish this task.

Achieve EBITDA growth as per 2011 business plan

- Manage the 2011 Operations operating and capital expenses within approved budgets
- Implement a more efficient type 2 strategy through direct sourcing and use of integrators
- Actively evaluate all occupancy related expenses for optimization opportunities to provide savings across the AboveNet Real Estate portfolio

Achieve 2011 business plan revenue growth

- Exceed the 2011 MRR install plan
- Improve on-time performance to exceed 80% nationwide
- Support the timely launch of new markets and services

Aggressively manage capital and expense dollars through operating department initiatives designed to improve effectiveness and efficiency of the company.

- Develop and execute on plan to maintain AboveNet's POP infrastructure at 111 8th Avenue
- Track and deliver over \$1.5M in vendor savings by in sourcing WDM installs and splice and test
- Provide expertise to Engineering in designing and implementing new logical network inventory system*
- Aggressively pursue relocation reimbursements from municipalities, DOT agencies and ROW providers

Operate a company where internal controls and processes insure absolute certainty of our financial reporting information.

- Complete annual inventory audit with 100% accuracy
- Provide "poll-able" devices as part of the fixed asset audit

Improve work environment by investing time and effort into assuring that we treat our employees as our most valuable asset.

- Complete all employee annual appraisals on time
- Provide for the necessary training of our employees with respect to technologies, products, test equipment and databases
- Manage our office space to provide the right environment for our employees

Be the premier provider of high bandwidth connectivity

- Enhance Enterprise Project Management utilization and reporting to be an effective near-time project management resource
- Team with Engineering to develop a space and power database for AboveNet locations and third party colos
- Develop IP performance measurement solution

Continue to execute master IT plan.

- Support the integration effort of all IT sponsored systems

Part 3: Employee Comments

Instructions: In the space below, the employee may provide any comments for his/her supervisory management team about prior performance, future goals and objectives, including and desires for future development goals. This section may also be used to provide any additional feedback regarding the work environment at AboveNet.

Part 4: SOX Questionnaire

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Employee Name/Initials: CA

Reviewer Name/Initials: WT

Instructions: Please answer all questions below by putting an "X" in one box for each question. "Y" for 'Yes'; "N" for 'No'; and "N/A" for 'Not applicable'. Please provide comments below to explain any questions where an "X" was placed in the 'No' box. Please make sure that all required signatures are on this page *prior to* submission to the HR department in White Plains.

	Y	N	N/A
1. If hired in 2010 was employee made aware of his/her responsibilities and management's expectations of them in either a formal or informal communication process? (Response should be N/A if hired prior to 2009.)	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
A. If hired in 2010, was an IPPA form completed? If not, please attach documentation of the above communication. (Response should be N/A if hired prior to 2009.)	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
2. Do you believe this employee displays the highest degree of ethics and integrity?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
3. Do you believe this employee is compliant with internal controls and processes?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
4. Are you satisfied that this employee appears to have the requisite knowledge and skills for their job functions as outlined in their current job description?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
5. Are the specific 2011 objectives set for this employee Specific, Measurable, Ambitious, Realistic and Time-based (SMART)?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
6. Have you reviewed 2011 Corporate Objectives* as a part of this review process?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
A. Do you believe the employee understands the relationship between his/her objectives and those of the organization?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
7. Have you discussed the Company's position on anti-fraudulent activity and mentioned the Fraud Hotline** as part of this review process?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
8. Do you believe this employee understands what behavior is acceptable or unacceptable under the Company Code of Conduct***, and knows what to do if they encounter improper behavior?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	

Comments must be provided below for any question with a 'No' answer. Add Rows to the table below if necessary.

Question #	Explanation

Employee Name/Initials: CF

Reviewer Name/Initials: WF

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D-00048

Supervisor/Reviewer Print Name

Supervisor/Reviewer Signature

Date

William LaPerch
(Sr.) Vice President Signature

Date

William LaPerch
Human Resources Signature

Date

2/7/11

Doug JENDRAS
Employee Print Name

Doug Jendras
Employee Signature

3/2/11

Date

* The 2011 Corporate Objectives will be posted on the home page of goAbove shortly after January 1, 2011.

** The Fraud Hotline access information is located on the home page of goAbove.

*** The Code of Conduct document can be found in the HR Zone of goAbove, in Company Documents in Ceridian Self Service, as well as within the Employee Handbook which can also be found in the above listed locations.

D-00049

Employee Name/Initials: _____

Reviewer Name/Initials: WJ